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March 1, 2011

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th St., SW
Room TW-A325
Washington, D.C. 20554

RE: Annual 64.2009(E) CPNI Certification for 2011 Covering Calendar Year 2010
EB Docket No. 06-36

Dear Ms. Dortch:

TerreStar Networks Inc., Debtor-in-Possession¹ ("TerreStar") files this CPNI Certification modeled on the Certification Template² attached to FCC Enforcement Advisory 2011-02 issued January 28, 2011. TerreStar began providing commercial telecommunications service on September 21, 2010 as a wholesale provider of satellite roaming³ to AT&T Wireless.⁴

1. Date filed: March 1, 2011

2. Name of company(s) covered by this certification: TerreStar and TerreStar License Inc., Debtors-in-Possession

3. Form 499 Filer ID: 826842

4. Name of signatory: Alexandra (Sasha) Field

¹ On October 19, 2010, TerreStar Networks Inc. and certain of its affiliates, including TerreStar License, filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. *See TerreStar Networks Inc.*, Case No. 10-15446 (SHL) (SDNY Oct. 19, 2010).

² Attachment 2 to DA 11-159, January 28, 2011 and Enforcement Advisory No 2011-02.

³ TerreStar holds a Letter of Intent ("LOI") authorization permitting it to provide 2 GHz Mobile Satellite Service ("MSS") via the TerreStar-1 satellite. Additionally, in January 2010 TerreStar received blanket authority to operate Ancillary Terrestrial Component ("ATC") base stations and dual-mode MSS-ATC mobile terminals.

⁴ AT&T markets a cellular/satellite GENUSTM smartphone developed by TerreStar as Satellite Augmented Mobility (SAM). The GENUS offers terrestrial and satellite functionality in a standard form factor enabling SAM subscribers to add satellite access as a roaming option to AT&T mobile service. SAM is offered as a service plan addendum through AT&T enterprise, government and small business sales channels.

5. Title of signatory: Sr. Vice President and Deputy General Counsel

6. Certification:

I, Alexandra (Sasha) Field, certify that I am an officer of the company named above, and acting as an agent of the company, that I have personal knowledge that the company has established operating procedures that are adequate to ensure compliance with the Commission's CPNI rules.

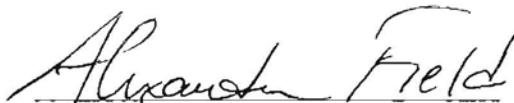
Attached to this certification is an accompanying statement explaining how the company's procedures ensure that TerreStar complies with the requirements (including those mandating the adoption of CPNI procedures, training, recordkeeping, and supervisory review) set forth in section 64.2001 et seq. of the Commission's rules.

TerreStar has not taken actions (i.e., proceedings instituted or petitions filed by a company at either state commissions, the court system, or at the Commission) against data brokers in the past year.

TerreStar has not received customer complaints in the past year concerning the unauthorized release of CPNI.

TerreStar represents and warrants that the above certification is consistent with 47. C.F.R. S: 1.17 which requires truthful and accurate statements to the Commission. The company also acknowledges that false statements and misrepresentations to the Commission are punishable under Title 18 of the U.S. Code and may subject it to enforcement action.

Signed

A handwritten signature in black ink, appearing to read "Alexandra Field", written over a horizontal line.

Alexandra (Sasha) Field

Sr. Vice President and Deputy General Counsel

Attachments: Accompanying Statement Explaining CPNI Procedures

TerreStar Networks Inc. Statement Explaining CPNI Procedures Accompanying Its Annual 64.2009(E) CPNI Certification for Calendar Year 2010

Commission rules require telecommunications carriers and interconnected VoIP providers to establish and maintain safeguards designed to ensure systems and business processes protect subscribers' CPNI.¹

As noted in the attached compliance certification, TerreStar is a wholesale provider of mobile satellite service to AT&T Wireless end users seeking satellite access as a roaming option outside of AT&T's wireless coverage area. The service is provided pursuant to a Mobile Satellite Services and Support Agreement ("MSSSA") entered between TerreStar and AT&T Mobility II, LLC ("AT&T"). In accordance with that agreement, TerreStar also supplies integrated cellular/satellite terminals that subscribers to AT&T Satellite Augmented Mobility ("SAM") service order through AT&T authorized handset distributors.

TerreStar does have end user customers. Pursuant to the MSSSA, TerreStar is given a limited right to use AT&T end user data for the purposes of provisioning, providing and monitoring the satellite roaming service; for usage and settlement of roaming charges and for troubleshooting and customer care inquiries. All AT&T end user data remains the property of AT&T inasmuch as AT&T owns the customer and all associated CPNI. It is responsible for substantially all aspects of the carrier - end user relationship including billing, collection, settlement, adjustments and dispute resolution.² TerreStar provides order fulfillment, second-level customer care and network operation remediation services to AT&T's end users of the SAM service.

TerreStar has by system and process design limited access by TerreStar individuals to individually identifiable CPNI of AT&T end users. Customer Care information, where gathered, is stored in remote SAS70 audited systems and is accessed through encrypted systems with multiple user identification protocols. End user interactions with TerreStar Customer Care occur only after warm hand-off from AT&T customer care. End user identity is verified by AT&T prior to the hand off. Where information provided to Customer Care is required by Network Operations to further investigate complaints, CPNI is stripped in favor of a mobile terminal, SIM or MISDN identifier. With respect to settlement between AT&T and TerreStar of MSS subscription and usage-based (roaming) charges, access to billing vendor records that could contain AT&T end user CPNI is restricted to employees using encrypted laptops and secure communications links to the vendor. TerreStar performs a fulfillment function for mobile terminal orders placed through AT&T authorized distributors whereby terminals are shipped to

¹ See 47 CFR § 64.2001 *et seq.*

² The MSSSA obligates TerreStar to comply with dozens of specific information security requirements to protect subscriber information, CPNI, call-associated data, transactional data and sensitive information related to service supplied by TerreStar. TerreStar is bound by the MSSSA to prohibit and restrict access or use of customer information and to immediately notify AT&T if it becomes aware of any system or network breach that could cause or permit access to or disclosure of customer information. Further, AT&T has unconditional rights under the MSSSA to audit TerreStar's compliance or seek periodic evaluation or evidence of compliance with provisions written to safeguard CPNI.

the end user by TerreStar upon receipt of an order from an AT&T distributor. In performance of the order fulfillment function, TerreStar stores all order data on secure servers. All laptops that access or retrieve order data employ secure encryption. Any email transmission of fulfillment documents between TerreStar and AT&T's distributor is encrypted. Individual access to order fulfillment records and systems is subject to identification protocols and physical access restrictions.

In considering 47 CFR 64.2009 compliance, TerreStar states as follows with respect to relevant subparagraphs of the rule that obligate it to safeguard AT&T end user CPNI:

64.2009 (b) – All TerreStar employees and contract personnel who have or may have access to customer information received initial CPNI training in September, 2010. TerreStar has assigned responsibility and ongoing accountability for CPNI compliance to individuals within each functional area. Ongoing compliance and employee training is supervised by an Associate General Counsel. TerreStar supports its CPNI training with written materials and by integrating CPNI review into sales and operations functions. TerreStar intends to give general training on no less than an annual basis and will give ad hoc training as required. TerreStar further supports its training by providing an anonymous whistleblower hotline for all employees and contractors to report actual or suspected breaches of TerreStar's compliance obligations. Protection of CPNI is considered a priority by senior management. Employees are informed that a breach of CPNI obligations will be reported to appropriate authorities in accordance with TerreStar's legal obligations and that individuals responsible for a breach may be subject to disciplinary action up to and including termination.

Having fully vetted all internal organizations and business processes for CPNI compliance in 2010 before commencement of commercial operation, TerreStar is presently establishing its first annual CPNI Compliance Audit Program to reconfirm and document continuing full compliance and to reveal any compliance exception. Accountability for CPNI compliance will be reinforced with management of engineering, operations, customer care and sales functions.

TerreStar is also bound by the express terms of a Network Security Agreement ("NSA") between TerreStar Networks Inc. ("TerreStar") and the U.S. Departments of Justice and Homeland Security ("the Government Parties") dated December 18, 2009,³ to "... abide by all applicable FCC rules and regulations governing access to and storage of Customer Proprietary Network Information ("CPNI"), as defined in 47 U.S.C. § 222(h)(1)." TerreStar is further required by the NSA to report to the Government Parties within ten calendar days any incident where information acquired by TerreStar or any of its officers, directors, employees, contractors, or agents reasonably indicates an occurrence of unauthorized access to or disclosure of CPNI, Call-Associated Data, Transactional Data, or Subscriber Information, in violation of federal, state or local law or regulation.⁴

³ *In the Matter of TerreStar Networks Inc.*, File No. ISP-PDR-20080229-00004, FCC Order and Declaratory Ruling, DA 09-2628, Appendix B § 5.12 (Intl. Bur. rel. Dec. 23, 2009).

⁴ During 2010, all TerreStar employees, officers, directors contractors, and agents were provided, pursuant to the NSA, notice of TerreStar's Reporting and Non-Retaliation Policy which obligates reporting of any security breach,

TerreStar's sensitivity to data security protocols also derives from its status as an authorized spacecraft licensee subject to the Arms Export Control Act and International Traffic in Arms Regulations (ITAR). As such, it conducts periodic ITAR compliance training to ensure all employees understand and comply with written organizational policies and information security procedures. All TerreStar facilities (in Virginia and Texas) have premises security equipment and protocols in place to control access to facilities and systems that could contain CPNI.

64.2009 (c) – TerreStar has no license or right to use AT&T customer identifiable CPNI. TerreStar does not use AT&T CPNI to market or otherwise sell products except to the extent necessary for it to perform under the MSSSA.

64.2009 (d) – TerreStar does not at present use CPNI to engage in outbound marketing programs.